

and wherein p is independently 0, 1, or 2;

R² is selected from the group consisting of:

- (1) hydrogen,
- (2) -C₁₋₆alkyl, -C₂₋₆alkenyl, -C₂₋₆alkynyl, or -C₃₋₈cycloalkyl which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
 - (a) halo,
 - (b) hydroxy,
 - (c) -O-C₁₋₆alkyl,
 - (d) -C₃₋₆cycloalkyl,
 - (e) -S(O)_p-C₁₋₆alkyl,
 - (f) -CN,
 - (g) -CO₂H,
 - (h) -CO₂-C₁₋₆alkyl,
 - (i) -CO-NR⁵R⁶,
 - (j) phenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (i) -C₁₋₆alkyl,
 - (ii) -CN,
 - (iii) halo,
 - (iv) -CF₃,
 - (v) -O-R⁵, and
 - (vi) -CO₂R⁵,
- (3) phenyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (a) -C₁₋₆alkyl,
 - (b) -CN,
 - (c) halo,
 - (d) -CF₃,
 - (e) -O-R⁵, and
 - (f) -CO₂R⁵;

R³ is selected from the group consisting of:

- (1) hydrogen,

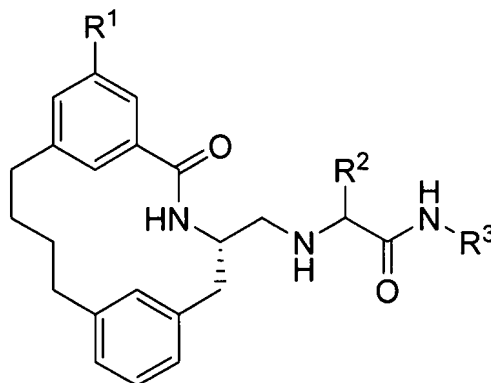
- (2) -C₁₋₆alkyl, -C₂₋₆alkenyl, -C₂₋₆alkynyl, or -C₃₋₈cycloalkyl which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
- (a) halo,
 - (b) hydroxy,
 - (c) -O-C₁₋₆alkyl,
 - (d) -C₃₋₆cycloalkyl,
 - (e) phenyl or pyridyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
 - (i) -C₁₋₆alkyl,
 - (ii) -CN,
 - (iii) halo,
 - (iv) -CF₃,
 - (v) -O-R⁵, and
 - (vi) -CO₂R⁵,
 - (f) -S(O)_pN(R⁵)-C₁₋₆alkyl, and
 - (g) -S(O)_pN(R⁵)- phenyl,
- (3) phenyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
- (a) -C₁₋₆alkyl,
 - (b) -CN,
 - (c) halo,
 - (d) -CF₃,
 - (e) -O-R⁵, and
 - (f) -CO₂R⁵;

X is selected from the group consisting of:

- (1) -CH₂-, and
- (2) -O-;

and pharmaceutically acceptable salts thereof.

Claim 2 (Original) The compound of Claim 1 of the formula II:



II.

Claim 3 (Original) The compound of Claim 2 wherein:

R¹ is selected from:

- (1) CH₃-S(O)₂N(CH₃)-;
- (2) CH₃CH₂-S(O)₂N(CH₃)-;
- (3) (CH₃)₂CH-S(O)₂N(CH₃)-;
- (4) phenyl-S(O)₂N(CH₃)-; and
- (5) (CH₃)₂N-S(O)₂N(CH₃)-;

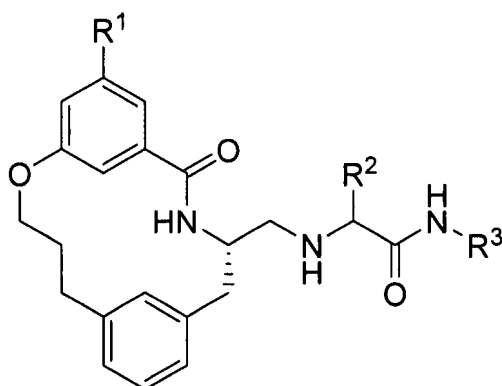
R² is -C₁₋₆alkyl, unsubstituted or substituted with cyclopropyl or halo;

R³ is -C₁₋₆alkyl or -C₃₋₈cycloalkyl; and

X is -CH₂- or -O-;

and pharmaceutically acceptable salts thereof.

Claim 4 (Original) The compound of Claim 1 of the formula III:



III .

Claim 5 (Original) The compound of Claim 1 wherein:

R¹ is selected from:

- (1) CH₃-S(O)₂N(CH₃)-;
- (2) CH₃CH₂-S(O)₂N(CH₃)-;
- (3) (CH₃)₂CH-S(O)₂N(CH₃)-;
- (4) phenyl-S(O)₂N(CH₃)-; and
- (5) (CH₃)₂N-S(O)₂N(CH₃)-;

R² is -C₁₋₆alkyl, unsubstituted or substituted with cyclopropyl or halo;

R³ is -C₁₋₆alkyl or -C₃₋₈cycloalkyl; and

X is -CH₂- or -O-;

and pharmaceutically acceptable salts thereof.

Claim 6 (Original) The compound of Claim 1 wherein:

R¹ is R⁴-S(O)₂N(R⁵)-,

wherein R⁴ is independently selected from the group consisting of:

- (a) -C₁₋₆alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (b) phenyl, and
- (c) benzyl,

and wherein R⁵ is independently selected from the group consisting of:

- (a) hydrogen,
- (b) -C₁₋₆alkyl, which is unsubstituted or substituted with 1-6 fluoro,
- (c) phenyl, and

(d) benzyl.

Claim 7 (Original) The compound of Claim 6 wherein R¹ is selected from:

- (1) CH₃-S(O)₂N(CH₃)-;
- (2) CH₃CH₂-S(O)₂N(CH₃)-;
- (3) (CH₃)₂CH-S(O)₂N(CH₃)-; and
- (4) phenyl-S(O)₂N(CH₃)-;
- (5) (CH₃)₂N-S(O)₂N(CH₃)-.

Claim 8 (Original) The compound of Claim 7 wherein R¹ is CH₃-S(O)₂N(CH₃)-.

Claim 9 (Original) The compound of Claim 1 wherein R² is -C₁₋₆alkyl, unsubstituted or substituted with cyclopropyl or halo.

Claim 10 (Original) The compound of Claim 9 wherein R² is selected from:

- (1) CH₃-;
- (2) CH₃CH₂-;
- (3) (CH₃)₂CH-;
- (4) CH₃CH₂CH₂-;
- (5) (CH₃)₂CHCH₂-;
- (6) CH₃CH₂CH₂CH₂-;
- (7) CH₃CH₂CH₂CH₂CH₂-;
- (8) cyclopropyl-CH₂-;
- (9) CF₃CH₂-; and
- (10) CH₂FCH₂-.

Claim 11 (Original) The compound of Claim 1 wherein R³ is -C₁₋₆alkyl or -C₃₋₈cycloalkyl.

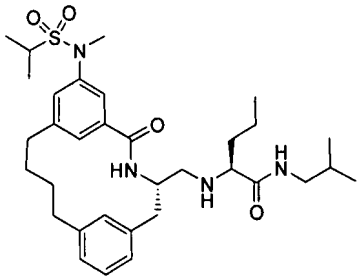
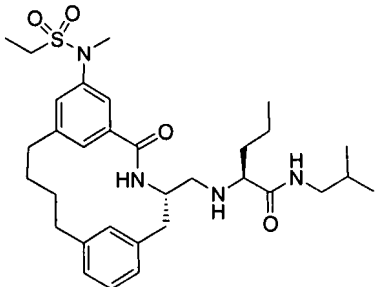
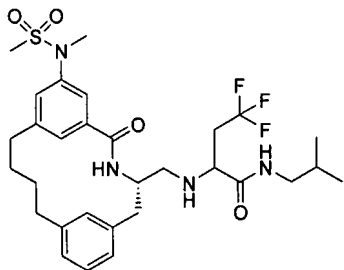
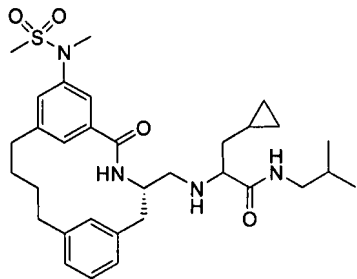
Claim 12 (Original) The compound of Claim 11 wherein R³ is selected from:

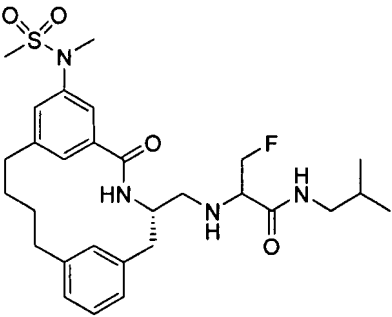
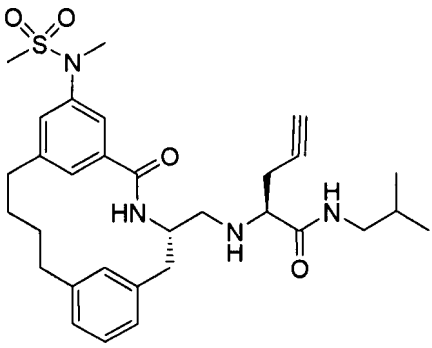
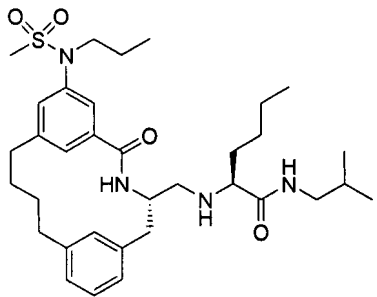
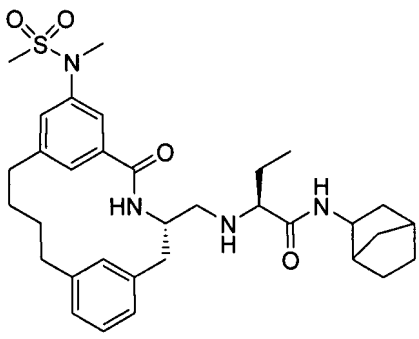
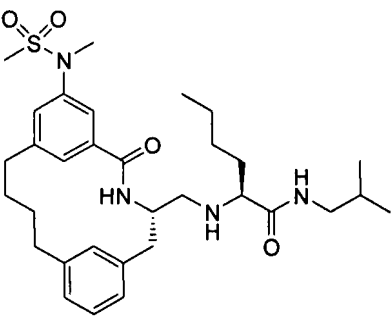
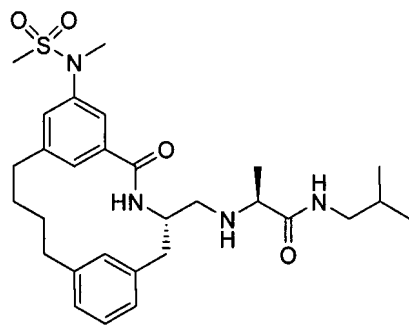
- (1) CH₃-;
- (2) CH₃CH₂-;
- (3) (CH₃)₂CH-;
- (4) CH₃CH₂CH₂-;

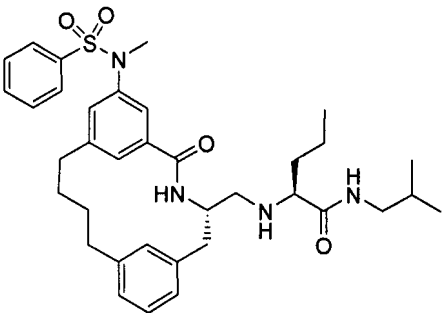
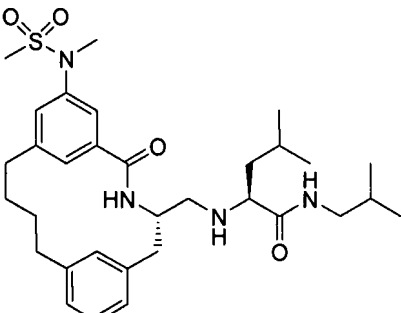
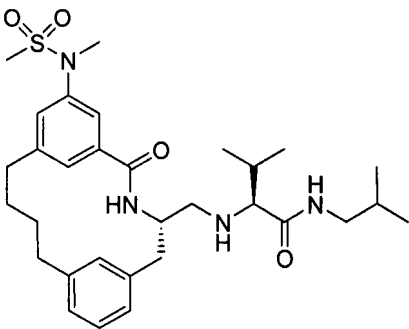
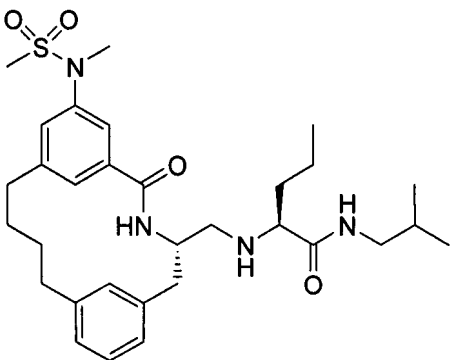
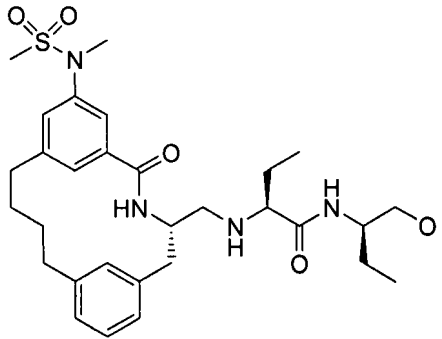
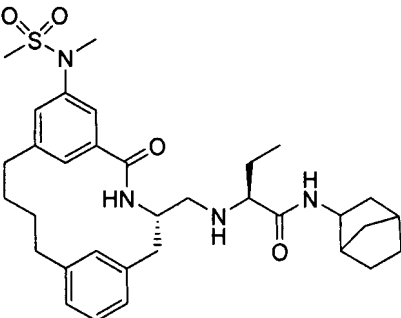
- (5) $(\text{CH}_3)_2\text{CHCH}_2-$;
- (6) $\text{CH}_3\text{CH}_2\text{CH}_2\text{CH}_2-$;
- (7) $\text{CH}_3\text{CH}_2\text{CH}_2\text{CH}_2\text{CH}_2-$; and
- (8) bicyclo[2.2.1]heptyl-.

Claim 13 (Original) The compound of Claim 12 wherein R^3 is $(\text{CH}_3)_2\text{CHCH}_2-$.

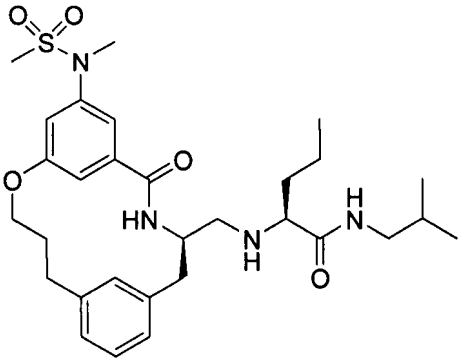
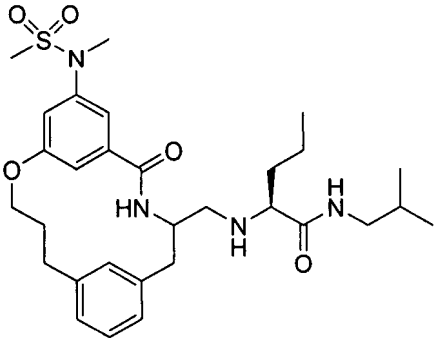
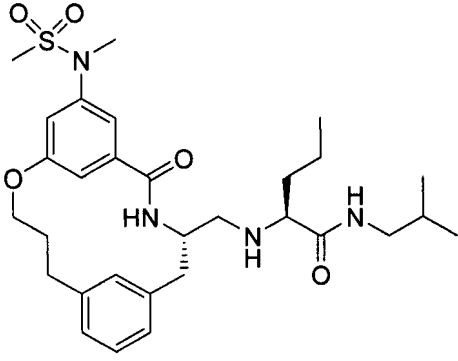
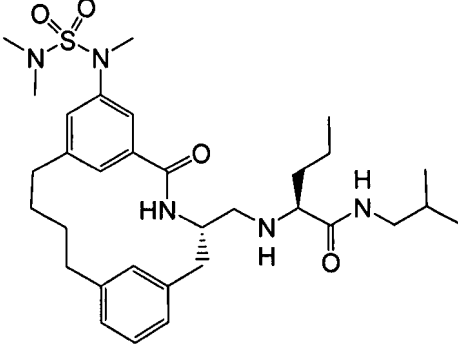
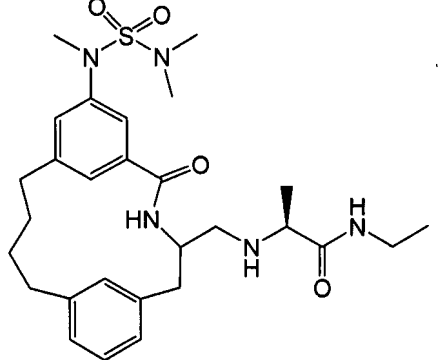
Claim 14 (Previously Presented) A compound of Claim 1 which is selected from the group consisting of:

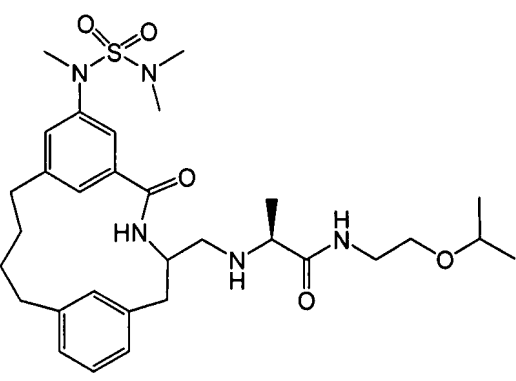
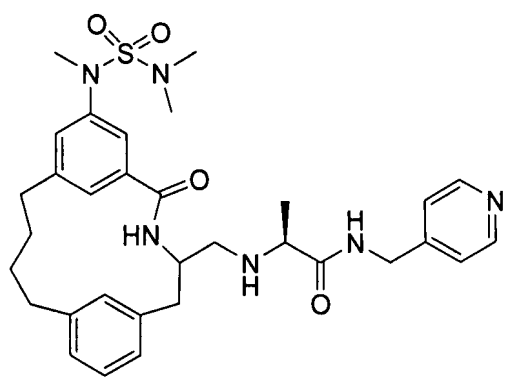
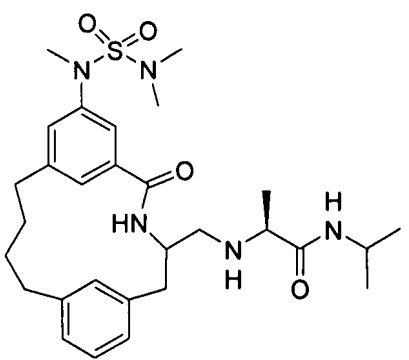
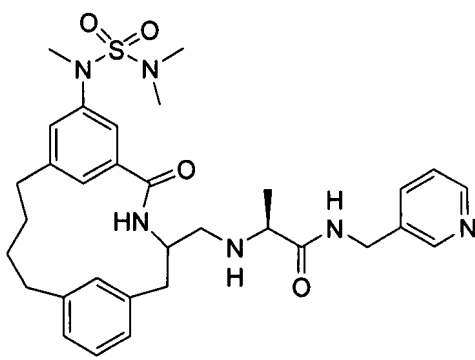
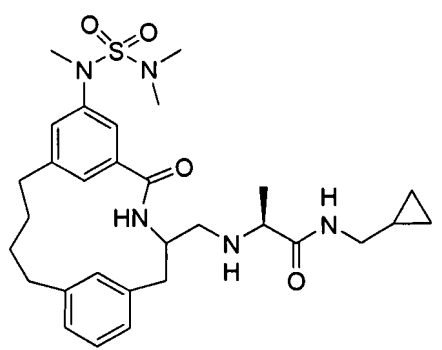
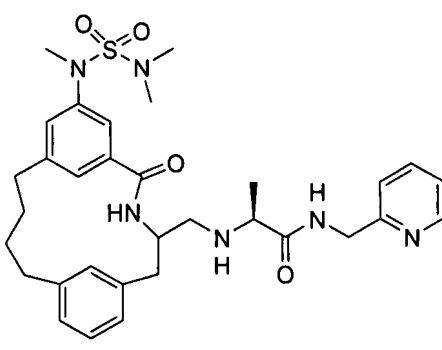
Ex	Structure	Ex	Structure
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4		5	


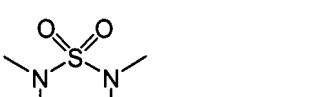
Ex	Structure	Ex	Structure
6		7	
8		9	
10		11	

Ex	Structure	Ex	Structure
12		13	
14		15	
16		17	

Ex	Structure	Ex	Structure
18		19	
20		21	
22		23	

Ex	Structure	Ex	Structure
24		25	
26			
28		29	

Ex	Structure	Ex	Structure
30		31	
32		33	
34		35	

Ex	Structure	Ex	Structure
36		37	

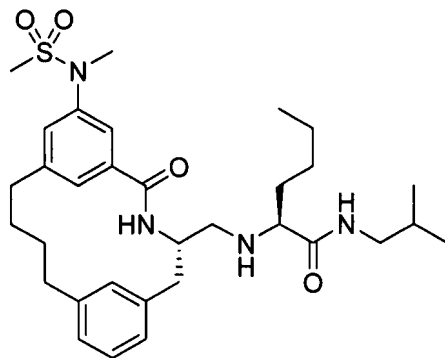
and pharmaceutically acceptable salts thereof.

Claim 15 (Original) A pharmaceutical composition comprising an effective amount of a compound of Claim 1 and a pharmaceutically acceptable carrier.

Claim 16 (Canceled)

Claim 17 (Canceled)

Claim 18 (New) A compound of Claim 1 which is



or a pharmaceutically acceptable salt thereof.